

459108

September 27, 2002

Ms. Carlyn Winter Prisk (34511)
U.S. EPA, Region III
1650 Arch Street
Philadelphia, PA 19103-2029

Re: Submission of Information

Lower Darby Creek Area Superfund Site etc.

Including: Clearview Land Development Company

Dear Ms. Prisk:

In accordance with the request in your letter of Sept. 20th, which included a copy of Articles of Incorporation of Clearview Land Development Company filed in the PA Corporation Bureau January 13, 1958, wherein I am named as an incorporator, I submit the following:

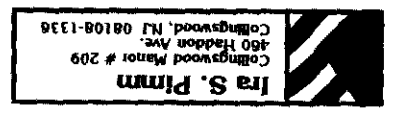
In 1958 I was an employee, along with the other 2 incorporators, of Corporation Guarantee and Trust Company, a service company for attorneys to assist and expedite the incorporation and organization of corporations. At the request of an attorney, in order to expedite the filing of Articles of Incorporation, Corporation Guarantee & Trust Company employees would act as straw parties and sign the Articles as incorporators. In 1958 the PA Business Corporation Law required at least 3 incorporators who must also subscribe to stock. The Law also required the names of at least 3 directors. It was in this capacity that I signed the Articles of Incorporation.

ORIGINAL
(copy)

Page 2

of Clearview Land Development Company. After the
Articles of Incorporation were filed, Corporation
Guarantee & Trust Company supplied the attorney
with a corporate seal, 25 stock certificates and a
minute book which included By-Laws and organizational
minutes with signed transfer of incorporators
subscription to one share of stock each and signed
resignations as directors. No stock of Clearview
Land Development Company was ever issued in my
name and I have no further knowledge of the
business or affairs of this company.
Enclosed is a copy of MEMO and documents
that Corporation Guarantee sent me at my request.
It may or may not be of assistance to you.
Incidentally I have been retired for 10 years
and Charles A. Adams and Standish F. Russell were
deceased several years ago.

Cordially yours,
Wm. S. Plimm



COPY

TWO GREENWOOD SQUARE, SUITE 110
3331 STREET ROAD
BENSALEM, PA 19020
Phone: 215-633-8144
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Serving Lawyers Since 1905...Corporate Representatives in Every State

**CORPORATION
GUARANTEE AND
TRUST COMPANY**

ORIGINAL
(Recd)

MEMO:

To: Mr. Ira S. Pimm, Jr.
Collingswood Manor, Apt. 209
460 Haddon Avenue
Collingswood, NJ 08108

From: James A. Curran, President
Corporation Guarantee & Trust Co.

Fax: N/A

Pages: N/A

Phone: 856-869-5598

Date: 9/24/2002

Re: Clearview Land Development
Company

PA DT OF INC: 01/13/1958
ST ENTITY NUMBER: 69682

Urgent

For Review

Please Reply

Please Secure

Please File

• **Comments:**

Dear Ira:

It was nice to hear that you are enjoying your retirement. The ten years since you were our CEO have just flown by !

I am sorry to report that we no longer have any company records on the subject entity, for which you served as incorporator over 44 years ago. We therefore cannot tell you the name of the Attorney who requested Corporation Guarantee to incorporate Clearview and thereby supply the Incorporators and Directors.

We are enclosing copies of the following documents, which we obtained from the State of Pennsylvania, Corporation Bureau, records, which you can share with the US EPA, to assist them in locating principals of the corporation:

September 24, 2002

ORIGINAL
Rec'd

CORPORATION GUARANTEE AND TRUST COMPANY

TO: Mr. Ira S. Pimm, Jr.

FROM: James A. Curran, President

RE: Clearview Land Development
Company

Articles of Incorporation, filed 01/13/1958, signed by Corporation Guarantee personnel, as was the standard operating procedure of the time, to expedite filing.

Change of Registered Office, filed 06/29/1964; Signed by Betty Heller, as Vice-President and Richard Heller, as Treasurer.

Articles of Amendment, filed 01/20/1965, signed by Richard Heller, as President or Vice-President, and by Betty Heller, as Secretary or Treasurer.

As you can see, the INITIAL Pennsylvania Registered Office of this entity was 1913 Walnut Street, Philadelphia, PA, which may, or may not, have been the address of the Attorney who gave Corporation Guarantee the order to incorporate the entity. That registered office was changed, however, to 1606 Rose Glen Road, Havertown, PA, by the document filed on 06/29/1964 by the Hellers. Said address remains, on the State records, as the last registered office of record for Clearview.

It should be noted, according to the Articles of Amendment filed 01/20/1965, that as of the date of execution, there was only one (Un-named) shareholder involved, who owned 4,000 shares. I suspect, however, that since the Amendment provided for a great increase in authorized capital stock, to include two classes of Common Stock and one class of Preferred Stock, that it was the intention of the corporation thereafter to seek multiple investors to become shareholders. As you know, the State of Pennsylvania does not seek or record the names of Shareholders for its records.

The Pennsylvania Department of Revenue MAY have record of some Directors and/or Corporate Officers NOT on file with the Department of State. The Revenue Department records are considered "Confidential" and not available to the general public, but MAY, however, be provided to a Federal Agent upon receipt of a direct request.

If you have any further questions, or if the US EPA Agent has any questions, I will be happy to try to provide answers.



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Department of State



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(Use Last Name, First Name for business names which consist of a person's first and last name (i.e., Smith, John Inc.))

Basic Entity Information

INCORPORATED BUSINESS

ENTITY NO:	69682	TYPE:	INCORPORATED BUSINESS
FILED DATE:	1-13-1958		
CURRENT NAME:	CLEARVIEW LAND DEVELOPMENT COMPANY		
ADDRESS:	1606 ROSE GLEN RD		
CITY:	HAVERTOWN	STATE:	PA
COUNTY:	Delaware		
PURP/DESC/CMNT:	BROAD		
LTD/INC TERM	PERPETUAL		

[Instrument History](#) |

Pennsylvania Department of State
206 North Office Building, Harrisburg, PA 17120
Phone - (717) 787-1057

7/19/2002

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Corporations Department of State



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(Use Last Name, First Name for business names which consist
 of a person's first and last name (i.e., Smith, John Inc.))

Instrument History ?

ENTITY NO:		69682			
CURRENT NAME:		CLEARVIEW LAND DEVELOPMENT COMPANY			
TYPE:	ROLL:	START:	END:	COMMENTS:	DATE:
ARTICLES OF INCORPORATION-BUSINESS	5802	1229	1231		1-13-1958
CHANGE OF REGISTERED OFFICE	6418	642	642	1606 ROSE GLEN ROAD, HAVERTOWN, PA.	6-29-1964
ARTICLES OF AMENDMENT-BUSINESS	6504	555	557	STOCK	1-20-1965

[Basic Entity Information](#) |

Pennsylvania Department of State
 206 North Office Building, Harrisburg, PA 17120
 Phone - (717) 787-1057

DSCB-1
Articles
of
Incorporation

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU

3-1-58.02 1229

In compliance with the requirements of the "BUSINESS CORPORATION LAW," approved the 5th day of May, A. D. 1933, P. L. 364, as amended, the undersigned, desiring that they may be incorporated as a business corporation, do hereby certify:

1. The name of the corporation is..... CLEARVIEW LAND DEVELOPMENT COMPANY.....

2. The location and post office address of its initial registered office in this Commonwealth is

1913 Walnut Street Philadelphia Philadelphia County
(number) (street) (city) (county)

3. The purpose or purposes of the corporation are:

To buy, sell, exchange, lease, and otherwise acquire, hold, own, maintain, manage, develop, improve, alter, mortgage, let, rent, convey, deal in and otherwise turn to account, real estate of every class and description.

To maintain and operate a dump, trash and refuse collection and incinerator business.

4. The term of its existence is perpetual.

5. The aggregate number of shares which the corporation shall have authority to issue is:

Ten Thousand (10,000) Shares without par value, with a stated cap. and applicable thereto of One Hundred Thousand Dollars (\$100,000).

All Shareholders of this corporation shall have preemptive or preferential right of subscription to shares of stock of this corporation whether now or hereafter authorized.

RECEIVED
JAN 1 1958

6. The names and addresses of each of the first directors are: 3-1-58.02 1230

Name	Address
Ira S. Pimm, Jr.	926 Land Title Building Philadelphia, Pa.
Charles A. Adami	926 Land Title Building Philadelphia, Pa.
Standish F. Hansell	926 Land Title Building Philadelphia, Pa.

7. The names and addresses of each of the incorporators and the number and class of shares subscribed by each are:

Name	Address	No. and Class of Shares
Ira S. Pimm, Jr.	926 Land Title Building Philadelphia, Pa.	1
Charles A. Adami	926 Land Title Building Philadelphia, Pa.	1
Standish F. Hansell	926 Land Title Building Philadelphia, Pa.	1

Ira S. Pimm, Jr. (SEAL) (SEAL)
Charles A. Adami (SEAL) (SEAL)
Standish F. Hansell (SEAL) (SEAL)

Commonwealth of Pennsylvania }
County of Philadelphia } ss:

Before me, a Notary Public in and for the county aforesaid, personally
came the above named, Ira S. Pimm, Jr., Charles A. Adami and Standish F.

all
who, in due form of law, acknowledged the foregoing instrument to be their act and deed for the
purposes therein specified.

Sworn to before me this 10th day of January A. D. 1958.

(SEAL)

Robert F. Sauer
Notary Public
My Commission Expires Jan. 7, 1959
Phila. Co. Phila. Pa.

3-1-58.02 1231

Commonwealth of Pennsylvania



Department of State

To All To Whom These Presents Shall Come, Greeting:

Whereas, Under the provisions of the Business Corporation Law, approved the 5th day of May, Anno Domini, one thousand nine hundred and thirty-three, P. L. 364 as amended, the Department of State is authorized and required to issue a

CERTIFICATE of INCORPORATION

evidencing the incorporation of a business corporation organized under the terms of that law.

And Whereas, The stipulations and conditions of that law have been fully complied with by the persons desiring to incorporate as

CLEARVIEW LAND DEVELOPMENT COMPANY

Therefore, Know Ye, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, create, erect, and incorporate the incorporators of and the subscribers to the shares of the proposed corporation named above, their associates and successors, and also those who may thereafter become subscribers or holders of the shares of such corporation, into a body politic and corporate in deed and in law by the name chosen and hereinbefore specified, which shall exist ^{permanently}

shall be invested with, and have and enjoy all the powers, privileges, and rights incident to a business corporation and be subject to all the duties, requirements, and restrictions specified and enjoined in and by the Business Corporation Law and all other applicable laws of this Commonwealth.

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this
17th day of JANUARY

in the year of our Lord one thousand nine hundred and fifty-eight and of

3-1-64.18 642

FORM NO. 100
2-7-55

CHANGE OF REGISTERED OFFICE

TO THE DEPARTMENT OF STATE
COMMONWEALTH OF PENNSYLVANIA:

In compliance with the provisions of Section 307 of the Business Corporation Law (Act of May 5, 1933, P. L. 364), the following named Pennsylvania business corporation certifies under its corporate seal:

1st: The name of the corporation is:

Clearview Land Development Company

2d: The address of its registered office is 1913 Walnut St.

Phila.

Phila.

3d: The address to which the registered office is to be changed is:

1605 Rose Glen Road

Havertown

Pg.

Delaware

4th: Such change was authorized by resolution duly adopted by a majority of the members of the board

of directors on the 19th day of June, 1964

In Witness Whereof, the corporation has caused this statement to be signed in its name and on its behalf by its President (or Vice-President) and by its Secretary (or Treasurer, or Assistant Secretary) and its corporate seal to be hereto affixed on the 19th day of June, 1964.

CORPORATE
SEAL

COMMONWEALTH OF PENNSYLVANIA

COUNTY OF Phila.

On this 16th day of June, 1964, before me, the undersigned authority, personally appeared Betty Heller

xxx President (or Vice-President), and Richard Heller, Secretary (or Treasurer, etc.), of the above named corporation, who, being duly sworn or affirmed according to oath, depose and say that the seal affixed to the foregoing statement of change of registered office is the common or corporate seal of the aforesaid corporation, that the statements contained in such statement of change of registered office are true and correct and that they desire the same to be recorded as their act and deed and the act and deed of such corporation for the purposes therein specified.

Sworn and subscribed before me the day and year above written.

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ation

100-100000-100

Articles
of
AmendmentCOMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU

In compliance with the requirements of Article VIII of the Business Corporation Law approved the 5th day of May, 1933, P.L. 364, as amended, the applicant desiring to amend its Articles hereby certifies, under its corporate seal that:

1. The name of the corporation is:

Clearview Land Development Company

2. The location of its registered office is:

1606 Rose Glen Road, Havertown, Pa.

3. The corporation was formed under the Act of P.L. 364 Business Corp. Law (1933)

4. Its date of incorporation is: January 13, 1938

5. (Strike out (a) or (b) below, whichever is not applicable)

(a) The meeting of the shareholders of the corporation at which the Amendment was adopted was held at the time and place and pursuant to the kind and period of notice herein stated.

Time: The 12th day of November, 1964.

Place: 1606 Rose Glen Road, Havertown, Pa.

Kind and period of notice: Written Waiver of Notice by sole stockholder

(b) The amendment was adopted by a consent in writing, setting forth the action so taken, signed by all of the shareholders entitled to vote thereon and filed with the Secretary of the corporation.

6. At the time of the action of the shareholders:

(a) The total number of shares outstanding was Four Thousand (4,000)

(b) The number of shares entitled to vote was* Four Thousand (4,000)

7. In the action taken by the shareholders:

(a) The number of shares voted in favor of the amendment was: 4000

Four Thousand (4,000)

(b) The number of shares voted against the amendment was: 0

None

3-1-65.4

556

8. The amendment adopted by the shareholders, set forth in full, follows:

The total authorized Capital shall be \$200,000.00 divided into:

(a) 2,000 shares of Class A ^{Common} voting stock without par value having a stated value \$5.00 per share. (b) 18,000 shares of Class B ^{Common} voting stock without par value having a stated value \$5.00 per share. (c) 1,000 shares Preferred Stock \$100.00 par value, 6% dividend rate, non-cumulative and non-participating. Dividends on Preferred Stock - The holders of the Preferred Stock and the holders of the Common Stock shall be entitled to receive dividends when and as declared by the Board of Directors of the Corporation, but only from the surplus ~~which~~ ^{which} lawfully available therefor. The holders of the Preferred Stock shall be entitled to receive dividends aggregating \$6.00 per share, and no more, in each calendar year before any dividends shall be paid upon the Common Stock in such calendar year. Such dividends upon the Preferred Stock shall be non-cumulative and, unless dividends have been declared on the Preferred Stock by the Board of Directors, no dividends for any calendar year shall accrue or accumulate thereon. Whenever the Board of Directors shall declare dividends upon the Preferred Stock for any calendar year designated by the Board of Directors aggregating \$6.00 per share and such dividends shall have been paid or funds shall have been provided and set apart or noted for such payments, dividends may be declared upon the Common Stock for such designated calendar year and in that event, the holders of the Preferred Stock shall not be entitled to share therein. Distribution in Liquidation - In the event of liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Preferred Stock shall be entitled to receive the par value of their shares plus any dividends theretofore declared thereupon but unpaid, before any distribution is made to the holders of the Common Stock. After such amounts shall have been paid to the holders of the Preferred Stock, the remaining assets of the Corporation shall be distributed among the holders of the Common Stock pro-rata to the exclusion of the holders of the Preferred Stock.

After effective date of amendment there shall be exchanged for each five shares of Common Stock presently outstanding one share of Class A ^{Common} and nine shares of Class B ^{Common} stock without par value having a stated value of \$5.00 per share. Redemption - The Corporation may at its option from time to time, redeem the whole or any part of the Preferred Stock then issued and outstanding by paying therefor in cash One Hundred Dollars (\$100.00) per share plus any dividends theretofore declared thereon but unpaid. Each redemption of Preferred Stock shall be upon notice and be in such amount as provided for in the By-Laws or as determined by resolution by the Board of Directors. From and after date fixed in any such notice, unless default occurs by failure of the Corporation to provide sufficient money for redemption, all rights of Preferred shareholders shall cease except as to the redemption price.

IN TESTIMONY WHEREOF, the applicant has caused these Articles of Amendment to be signed by its President or Vice President and its corporate seal, duly attested by its Secretary or Treasurer, to be hereunto affixed this 4th day of January, 1965.

Clearview Land Development Company

By:

(President or Vice President)

Attest:

(Secretary or Treasurer)

(CORPORATE)
(SEAL)

3-1-65.4 557

Commonwealth of Pennsylvania



Department of State

To All To Whom These Presents Shall Come, Greeting:

Whereas, In and by Article VIII of the Business Corporation Law, approved the fifth day of May, Anno Domini one thousand nine hundred and thirty-three, the Department of State is authorized and required to issue a

CERTIFICATE OF AMENDMENT

evidencing the amendment of the Articles of Incorporation of a business corporation organized under or subject to the provisions of that Law, and

Whereas, The stipulations and conditions of that Law pertaining to the amendment of Articles of Incorporation have been fully complied with by

CLEARVIEW LAND DEVELOPMENT COMPANY

Therefore, Know Ye, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be Sealed with the Great Seal of the Commonwealth, extend the rights and powers of the corporation named above, in accordance with the terms and provisions of the Articles of Amendment presented by it to the Department of State, with full power and authority to use and enjoy such rights and powers, subject to all the provisions and restrictions of the Business Corporation Law and all other applicable laws of this Commonwealth,

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this